

Bunbury and
Districts
Badminton
Association Inc.
Constitution and
Rules.

Adopted 1st July 2019

1: Name:

The Association shall be called “Bunbury and Districts Badminton Association Inc.” (herein after referred to as “The Association”)

2: Objects.

- i. The objects of the Association shall be to promote, encourage and manage the playing of the game of Badminton in the City of Bunbury and surrounding districts.
- ii. To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property or any rights or privileges which the Association may think necessary or convenient.
- iii. To layout, construct, furnish and maintain any badminton courts, buildings or works necessary or convenient for the purposes of the Association.
- iv. To promote, arrange and manage tournaments, matches and competitions.
- v. To affiliate with and subscribe to the Badminton Association of Western Australia (Inc) or any other body of a similar nature and, if thought fit, to withdraw or retire from such association or any such body.
- vi. To arbitrate and settle disputes between affiliated clubs.
- vii. To invest and deal with the monies of the Association.
- viii. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account, surrender, or accept surrenders of leases or otherwise deal with all, or any part of the property or rights of the Association.
- ix. To borrow or raise upon load any sum, or sums of money, for the purpose of securing the repayment thereof to execute or give any mortgages, charges, bonds, debentures, bills of exchange, promissory notes or other securities over all or any of the property of the Association as may be deemed necessary and to liquidate, redeem or pay off such obligations or any of them.
- x. To promote such other sports, games, amusements, recreations and entertainments as the Association may deem expedient.
- xi. To devote the profits or other income of the Association to the promotion of the game of badminton.
- xii. To do all such other acts matters and things as are incidental or conducive to any of the above objects.

3: Property of Bunbury and Districts Badminton Association.

B&DBA must apply all property and income of B&DBA towards the promotion of the objects or purposes of B&DBA and no part of that property or income to be paid or otherwise distribute, directly or indirectly, to members of B&DBA, except in good faith in the promotion of those objects or purposes.

4: Records of the Association.

Full copies of all records of B&DBA, both in soft or hard format where applicable, must be held at the B&DBA Centre and updated monthly.

5: Membership.

A. Individual:

Individual membership shall be open to any person who wishes to further the interests of the Association and who is either a member of an affiliated club or otherwise recognised as a member within this constitution. Each individual admitted to membership has the responsibility to be:

- i. Bound by the constitution and by-laws of the Association.
- ii. Come liable for such fees and subscriptions as may be fixed by the Association.
- iii. Entitled to all relevant advantages and privileges of membership.
- iv. At all times when acting as a member of his/her club or the Association, to act in a manner befitting that membership.

An individual member under the age of 16 years as at 31st December shall not have voting rights within the Association.

B. Membership categories:

Club member: Any person who is a financially registered member of an affiliated club or the Association in any of the following categories:

- i. Junior: A member who is under the age of 19 years as at 31st December that year.
- ii. Adult: A member who is at or over the age of 19 years but under 65 as at 31st December that year.
- iii. Senior: A member who is 65 years or over as at 31st December that year.

Ordinary members: Shall comprise of junior, adult and senior members.

Subject to this constitution, club members in the adult/senior or junior category as set out in (5B) above are entitled to attend and take part in discussions at all general meetings of the Association as may be provided in this constitution and to take part in any competitions and/or activities sanctioned by the Association as entry conditions from time to time may permit.

Non-playing or associate members: Any person who wishes to be a member of the Association in a non-playing capacity and has paid to the Association the relevant, non-playing member registration fee.

Subject to this constitution, non-playing members in the adult/senior or junior category as set out in (5B) above are only entitled to attend and take part in discussions at all general meetings of the Association as may be provided in this constitution.

Honorary life members: Any person may, as a reward for special services rendered to the Association, be elected a life member at a meeting of the Council of the Association.

Such elections shall be determined by ballot. Such person shall be elected only if 75% of those eligible members present vote in favour. The honorary life members shall at no time exceed ten and not more than one such member shall be elected in any one year.

Subject to this constitution, honorary life members are entitled to attend and take part in discussions at all general meetings of the Association as may be provided in this constitution and to take part in any competitions and/or activities sanctioned by the Association as entry conditions from time to time may permit.

Any badminton club having a membership of not less than twelve and the possession or right of occupancy of one or more courts within the limits of the boundaries of the Association may apply for and may be granted affiliation with the Association.

C: Membership Year:

- i. The affiliation of members shall be from the 1st day of April, when fees for the ensuing year become due, to the last day of March in the following year.
- ii. Fees: Subject to this constitution, fees for membership of the Association and any other levies that may be charged from time to time, shall be determined by the Council and approved by majority vote at the AGM.
- iii. Method of Affiliation: Every application for affiliation or associate membership shall be made using the appropriate form provided by the Association and accompanied by such fee as outlined in paragraph 5C (ii).

6: Financial Year.

The financial year of the Association shall be from the 1st day of October in each year to the last day of September.

7: Register of Members.

The Association registrar shall keep a register of all affiliated members, associate members, honorary life members and clubs. Such register shall be open to the inspection of any delegate or member of the Association at all reasonable times.

8: Governance.

A: Control of Association affairs.

The affairs of the Association shall be directed and controlled by:

- i. An AGM
- ii. Special General meetings
- iii. Council

The Association may hold its general meetings, or permit members to take part in general meetings, by using any technology that allows members to clearly and simultaneously communicate with each other participating member, and such member is taken to be present at the meeting, with all accompanying voting rights.

B: Annual General Meeting.

The annual general meeting of the Association shall be held at a date to be fixed by the Council not later than the 30th November each calendar year. The business of the meeting shall be:

- i. To confirm the minutes of the previous AGM.
- ii. To receive the annual report of the Association and statement of accounts for the immediately preceding financial year including a report from the Auditor on the audited financial statements.
- iii. To elect by ballot a President and one Vice President, an honorary Secretary, and honorary Treasurer (herein-after called the "Council") for a twelve-month term.
- iv. To elect, by ballot, members responsible for roles including pennants, tournaments, registrations, social, hall maintenance, coaching and grading and any other roles the Council may deem necessary.
- v. Appoint an auditor for the Association financial year in which the Annual General Meeting is being held.
- vi. Appoint patrons.
- vii. Attend to any other business of which due notice has been given.

In the event of any position covered by 8B(iii) above not being filled at an Annual General Meeting, then the Council has the authority to appoint persons to these positions, in accordance with clause 8B (iv)

In the event of the position covered by 8B (iii) not being filled at an Annual General Meeting, or a casual vacancy arising, then the Council has the authority to appoint a person or persons to that position, which appointment shall always be confirmed (or otherwise) by the members at the next succeeding General Meeting.

All members of the Association shall be entitled to attend a general meeting, take part in the discussions and vote as individuals. Anyone holding a position on any committee of the Association or on the Council must be an affiliated member of the Association.

C: Special General Meetings.

A Special General Meeting may be called by the President of the Council at any time and must be called by him/her within seven days of receiving a written application from at least ten members of the Association stating the specific purpose for which the meeting is desired to be called. No business other than the specific business for which the meeting is called shall be transacted at such a Special General Meeting.

Notice: Fourteen days written notice of any Annual or Special General meeting shall be given by the Secretary of the Association to every Association member. Notice can be circulated either electronically, or postal, and displayed at the Association premises.

D: Quorum and Voting Entitlements:

A quorum at all general meetings shall consist of fifteen members.

A quorum at Council meetings shall consist of at least two Council members and at least three other Association members.

E: Composition of the Council.

The Council of Bunbury and Districts Badminton Association shall consist of President, Vice President, Secretary and Treasurer.

A person ceases to be a Council member if the person:

- i. Dies or otherwise ceases to be a member of the Association,
- ii. Or resigns from the Association
- iii. Or is removed from office under rule 8F(iii) below
- iv. Or becomes ineligible to accept an appointment or act as an Association member under the Act.
- v. Becomes permanently unable to act as an Association member because of a mental or physical disability or fails to attend three consecutive Association meetings, of which the person has been given notice, without having formally notified the Association that the person will be unable to attend.

F: Resignation and Removal from the Association.

- i. An Association member may resign from the Association by written notice given to the Secretary or, if the resigning member is the Secretary, given to the President.
- ii. The resignation takes effect when the notice is received by the Secretary or President, or if a later time is stated in the notice, at the later time.
- iii. At a general meeting, the Association may by resolution remove a Council member from office and elect a replacement Council member who is eligible to fill the vacant position.
- iv. A Council member who is the subject of a proposed resolution under this immediately preceding sub-rule, may make written representations (of a reasonable length) to the Secretary or President and may that the representations be provided to the members.
- v. The Secretary or President may give a copy of the representation to each member or, if they are not so given, the Council member may require them to be read out at the General meeting at which the resolution is to be considered.

G: Powers of the Council:

Subject to such matters as are required by these rules to be done, performed or approved by the Association In general meeting, the Council shall have sole control and management of the affairs and the property of the Association, and without, in any way limiting the generality of the foregoing, shall have the power to do all or any of the following things:

- i. To grant or refuse applications for affiliation with the Association;
- ii. To appoint sub-committees and to delegate to sub-committees such powers as it may deem necessary;
- iii. To deal with all matters arising out of infringement of rules and/or by laws in accordance with the provisions of this constitution;
- iv. To control and dismiss any officers of the Association and generally to regulate and prescribe the powers and duties of such officers.

The Council shall be responsible for the day to day running of the Association. It shall have the power to:

- v. Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and close any such account.
- vi. Fix the manner in which such banking accounts shall be operated upon, which operationally shall be at least two to authorise and sign.
- vii. Fix fees and subscriptions payable by members and decide such levies and charges as is deemed necessary.
- viii. Adjudicate on all matters brought before it which in any way affect the Bunbury and Districts Badminton Association.
- ix. Employ, at their discretion, a person or persons to carry out specific duties required by B&DBA, at salaries or remunerations for such period of time, as may be deemed necessary.
- x. Appoint a replacement Council member, should a vacancy occur on the Council, such replacement to hold office until the next Annual General Meeting.
- xi. Cause regular review of this Constitution and make recommendations for changes (if any) at the Annual General Meeting or a specially convened Special General Meeting.
- xii. Make, amend or repeal any by-laws deemed necessary for the proper operation of the B&DBA.
- xiii. Fine, suspend, expel or otherwise impose any penalty on any affiliated club or individual member in accordance with this Constitution and the B&DBA by-laws. Clause 8H also refers.
- xiv. Delegate powers to any person or committee and may withdraw such delegation.

H: Council Functions and Procedures:

- i. The President shall chair all general and Council meetings. In his absence another Council member shall fulfil these duties.
- ii. The Secretary shall be responsible for the proper keeping of all records of B&DBA other than the financial records and shall, subject to this clause, notify members of the Council when it is to meet from time to time and shall perform other such duties as shall be fixed from time to time by the Council.
- iii. The Treasurer shall collect and receive all monies due to the B&DBA (or cause them to be collected and received) and shall deposit them (or cause them to be deposited) without undue delay to the credit of B&DBA in a bank or banks as nominated by the Council and shall make (or cause to be made) therefrom, in conjunction with approved co-signatories such payments as are required to be made for the regular day to day running of the Association. Any payments that fall beyond the scope of regular proceedings must first be authorised in advance by a majority of the Council. All payments shall be ratified retrospectively by the Council in regular payment reports. In particular, all payments by way of annual honorarium or intermittently made in appreciation of services rendered to B&DBA and that are not in the nature of reimbursement of out of pocket expenditure, shall be formally reported upon by the treasurer monthly. The Treasurer shall keep proper records of the revenue and expenditure of B&DBA (or cause them to be kept) and at the AGM of B&DBA shall present a report on the financial affairs of B&DBA with duly audited statements of the preceding financial year.
- iv. The Council shall meet at least once in each calendar month during the period March to October and at least twice from November to February, which shall include the AGM.

- v. If within 30 minutes of the time appointed of the Council meeting a quorum is not present the meeting shall stand adjourned to such other time and place as a majority of those present at the time shall determine.
- vi. Questions arising at any meetings of the Council shall be decided by each Council member exercising one (1) vote and a determination by a majority of Council members shall for all purposes be deemed a determination of the Council. In the case of equality of votes a motion is lost.

I: Members Disciplinary Procedure.

Any person being a member of Bunbury and Districts Badminton Association or of any affiliated Club, who:-

- a. Commits any breach of this constitution or the By-Laws or rules (if any) of B&DBA, or of the constitution or rules (if any) of such Club; or
- b. Performs any act, matter or thing whether upon the premises of such Club, or elsewhere, which in the opinion of the Council, is considered to be unbecoming conduct for a member of B&DBA or detrimental to the interests of B&DBA or his/her Club, or the game of badminton as the case may be, may, at the discretion of the Council, be:-
 - i. expelled from B&DBA and have his/her name removed from the register of members; or
 - ii. suspended for any period from membership of B&DBA: or
 - iii. penalised in such other way either monetarily or otherwise as the Council may deem fit.

Before any expulsion, suspension or penalty is considered by the Council under 8G(xiii) (Council power to fine, expel, suspend, etc.), the member shall be given at least seven (7) days notice in writing of the intention of the Council to deal with the matter concerned at a disciplinary hearing before a properly convened tribunal as provided for in the By-Laws and, if appropriate or relevant, such notice shall also be given to the affiliated Club to which the member concerned belongs or belonged and where the member is under the age of eighteen(18) years when the disciplinary hearing is scheduled to take place such notice shall also be given to at least one of the parents or guardians of the member and such member (and one of the parents or guardians where the member is under the age of eighteen (18) years) and a duly appointed representative of such person and such Club, shall be entitled either personally or by his or its duly appointed representative to appear before the tribunal and give either orally or in writing any explanation for or defence to the matters raised in such notice.

Where the By-Laws do not provide for the appointment of a tribunal, then the Council shall have the responsibility to deal directly with the matter in accordance with this clause.

9: Appeals.

- i. a. Any Club, or member upon which or whom any penalty has been inflicted by virtue of a decision of a committee of B&DBA shall have the right of appeal to the Appeals Committee. Notice of such appeal containing a statement of the grounds of appeal shall be lodged in writing with the Secretary within seven (7) days of the date upon which the club or member received notification of the decision of the committee.
- ii. b. The appellant or its or his representative shall attend and be heard at such meeting, which may dismiss any such appeal or reverse or modify the decision appealed against to any extent and in such manner as it may think.

- iii. c. Any further appeal against the decision of the Appeals committee in this regard shall be to Badminton WA in accordance with the rules of that body.

10: Common Seal.

B&DBA shall have a common seal which shall be kept in the custody of the Secretary. The common seal shall only be affixed to any deed, instrument or document by the President and Treasurer pursuant to a resolution of the Council and in the presence of the Secretary, who shall keep a record of all documents to which the seal shall have been affixed.

11: Alterations, Additions or Amendments:

- i. a. No alteration, addition or amendment to this constitution shall be made except at an Annual General Meeting or Special General Meeting called for that purpose, and then only if agreed by Special Resolution. Any such alteration, addition or amendment shall only be considered if made in accordance with the proper calling of such a meeting and submission of the appropriate notice of motion in accordance with this constitution.
- ii. b. Any alteration, addition or amendment to the By-Laws by the Council shall be considered only after it has been properly tabled and minuted at the meeting prior to the meeting at which the change is to be considered. There must be at least one (1) month's duration between the two (2) meetings and the alteration, addition or amendment agreed to by Special Resolution.

12: Limitations on Liability.

- i. All members of the Council, Committee Chairpersons and all other persons acting with and under the express authority of the Council shall be indemnified by B&DBA at all times against all costs, losses and expenses which that person may incur or be liable to pay by reason of any contract entered into or act or deed done lawfully by him in the discharge of his duties.
- ii. No person referred to in 12(i) above shall be liable for the accounts, receipts, neglects or defaults of any other such person, or for joining in any receipt or other act, or the insufficiency or deficiency of any securities in or upon which any of the monies of B&DBA shall be invested, or for the loss or damage arising from bankruptcy, insolvency, or wrongful acts of any person with whom any monies, securities or effects shall be deposited, or from any loss, damage or misfortune whatever which shall happen in the execution of the duties of his office, and in relation thereto, unless the same happens through his own wilful act or default.

13: Dissolution and Distribution of Surplus Property on Winding Up of Association:

B&DBA shall be deemed to have been dissolved if, and when a Special General Meeting shall have been held to discuss the proposition and a ballot shall thereafter have been taken and such dissolution agreed to by Special Resolution. B&DBA and the affairs thereof shall then be wound up by the Council and the available assets realised and the proceeds distributed first in payment and

discharge of all its debts and liabilities. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members.

The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

ENDS